

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

GREAT WESTERN INSURANCE CO.,	:	
	:	
Plaintiff,	:	
	:	Civil action no. 1:18-cv-06249
v.	:	VSB-SN
	:	
MARK GRAHAM, <i>et al.</i> ,	:	
	:	
Defendants.	:	

**DECLARATION OF JOHN DRAKE IN SUPPORT OF JOINT MOTION
TO DISMISS BY DEFENDANTS JOHN DRAKE AND EDWARD BRENDAN LYNCH**

JOHN DRAKE, pursuant to 28 U.S.C. § 1746, hereby declares as follows:

1. My name is John Drake. I am over 18 years of age and of sound mind, and am otherwise competent to make this declaration. The facts set forth in this declaration are within my personal knowledge.
2. From approximately February, 2015, until approximately January, 2018, I was one of the outside directors of Alpha Re Ltd. Alpha Re Ltd. and I are among the entities named as defendants in the above-captioned lawsuit. I make this declaration in support of a joint motion to dismiss the complaint as to me, and my fellow outside director, Brendan Lynch, based on our lack of contacts with the State of New York, in the United States of America ("New York").
3. While a director of Alpha Re Ltd., I participated in board meetings telephonically. I never personally attended a board meeting in New York (or anywhere else, for that matter). As best I can recall, I dialed in to board meetings each time, telephonically, from a location in Ontario, Canada. While it is possible that I dialed in to a board meeting from other locations around the world, including from the Bahamas, I am certain I never attended a board meeting in person, in New York or anywhere else.

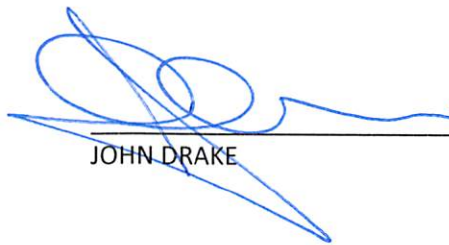
4. From when I joined the Board of Alpha Re Ltd. in February, 2015, until today:

- a. My principle place of residence has been in Ontario, Canada. I have been a citizen of Canada and a full-time resident of Canada. (I was informed when I came on the Board that Alpha Re Ltd., a Cayman Island corporation, insisted on nonresidents of the United States as board members, as part of obtaining tax-advantaged treatment in the United States.)
- b. I have never entered New York in order to conduct business of any kind on behalf of Alpha Re Ltd., any entity affiliated with Alpha Re Ltd., or any other entity named as a defendant in the above-captioned lawsuit.
- c. I have not owned, used, leased, rented or possessed any real property in New York.
- d. I have not maintained any bank account in New York.
- e. I have not had any other form of property interest in New York.
- f. I have not regularly transacted any business of any kind in New York. I have not solicited business in New York from Canada. I have not had any employees in New York.

5. The last time I recall having been present in New York was in or about April, 2017, when I was in New York City to attend a wedding, and not in connection with the transaction of business of any kind.

6. I declare under penalty of perjury that the foregoing is true and correct.

Dated: November 19, 2018
Ontario, Canada



JOHN DRAKE